

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

EMMIS COMMUNICATIONS CORPORATION,

Plaintiff,

– v. –

ALDEN GLOBAL DISTRESSED
OPPORTUNITIES FUND, LP; AGDOF SLP,
LLC (f/k/a ALDEN GLOBAL DISTRESSED
OPPORTUNITIES FUND GP, LLC); and
RANDALL D. SMITH,

Defendants.

ECF CASE

No. 11-cv-1946 (RJS) (JLC)

STIPULATION OF DISMISSAL

WHEREAS, Plaintiff Emmis Communications Corporation commenced the action captioned above (the “Action”) directly against the Defendants by filing a complaint with this Court on March 21, 2011;

WHEREAS, the Action remained pending (before giving effect to this Stipulation of Dismissal) as of the date hereof;

WHEREAS, each party to the Action has entered into that certain General Release and Compromise Settlement Agreement dated as of November 28, 2011 (the “Settlement Agreement”);

WHEREAS, the Settlement Agreement is part of an overall global settlement concerning several disputes between the parties and, among other things, obligates the parties to the Action to seek the Action’s immediate dismissal with prejudice and the withdrawal of all pending motions, subpoenas, and deposition notices;

WHEREAS, Federal Rule of Civil Procedure 41(a)(1)(A)(ii) permits a plaintiff to “dismiss an action without a court order by filing . . . a stipulation of dismissal signed by all parties who have appeared”; and

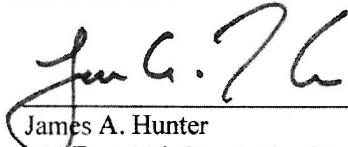
WHEREAS, court approval of the Stipulation of Dismissal or settlement of this Action is not required because this Action is not a derivative action or a class action. See Fed R. Civ. P. 41(a)(1)(A); Blau v. Hodgkinson, 100 F. Supp. 361, 371 (S.D.N.Y. 1951) (recognizing that Section 16(b) action settled directly with corporation does not require formal court approval);

NOW THEREFORE, the parties to the Action stipulate and agree that (i) the motion to dismiss filed in the Action on June 17, 2011 is hereby withdrawn; and (ii) the Action is hereby dismissed with prejudice.

IN WITNESS WHEREOF, counsel to each party to the Action has hereunder set his hand as of December ^{7th} 2011.

HUNTER & KMIEC

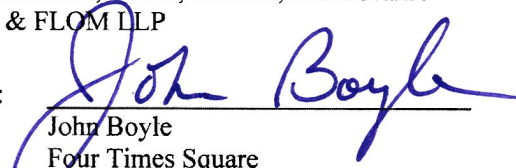
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